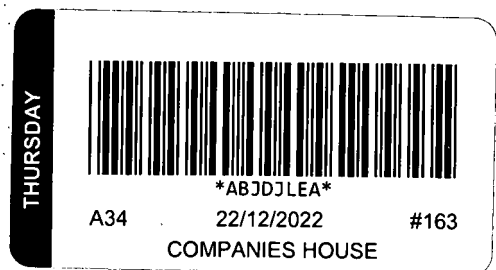


Betts Limited

Annual report and financial statements

Year ended 31 December 2021

Registered number 03586975



Contents

Strategic report	1
Directors' report	3
Independent auditors' report to the members of Betts Limited	5
Statement of Comprehensive Income	9
Statement of Financial Position	10
Statement of changes in equity	11
Notes	12

Strategic Report

The directors present the strategic report for the year ended 31 December 2021.

Principal activities and future developments

The Company's principal activity during the year was that of an investment holding company. There is no intention of changing the nature or purpose of the Company.

Business review and dividends

The results for the Company show a loss before taxation of £523,000 (2020: loss of £83,000).

On 24th November 2021 Betts India Private Limited, an indirect subsidiary of the Company acquired 60% of the share capital Abdos Lamitubes Private Limited, a tube manufacturer operating in India, Nigeria and United Arab Emirates. At the acquisition date, the minority shareholders of Abdos Lamitubes swapped their shares in Abdos Lamitubes for shares of Betts India Private Limited and now hold an economic right to 19.5% of that company. Given cross put and call options exercisable from 2025 a put liability for the remaining 40% of the share capital Abdos Lamitubes Private Limited and the 19.5% economic right of Betts India Private Limited was recognised at the acquisition date for an amount of USD16.5m which corresponded to the present value of its exercise price at that date. In order to partially finance the initial purchase consideration, on 28th October 2021 the Company's shareholder loaned the Company £15,609,005 and subsequently, on 29th December 2021, subscribed for 15,609,005 shares for a consideration of £15,609,005. The Company used the proceeds to subscribe for an equivalent number of shares at the same cost in its subsidiary Betts International Limited.

There was no dividend payment in the current year and the Directors do not recommend any further dividend.

Principal risks and uncertainties

The principal risks and uncertainties relate to the recoverability of intercompany investments. This is reviewed by local management on a regular basis and issues are reported to the board on a timely manner.

Financial risk management

The Company is exposed to currency risk as a result of its operations, principally in relation to the purchase of raw materials and to a lesser extent exports and royalty income. The Company mitigates this risk through its supplier procurement selection as well as price discussions with customers. In addition, from time to time, the company uses cash flow hedges or holds foreign currency deposits/borrowings in non-functional currencies to mitigate risk.

The group has both interest-bearing assets and interest-bearing liabilities. Interest bearing assets comprise only cash balances. These assets and liabilities are subject to interest rate fluctuations. The Group reviews its interest rate policy on a regular basis.

The Company is exposed to liquidity risk. The Company has committed banking facilities and the finance team regularly monitors available cash balances and available facilities to ensure sufficient funds are available to meet on going obligations.

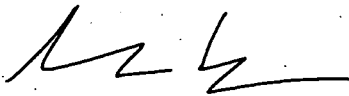
The Company is exposed to credit risk as a result of its operations. Prior to sales being made appropriate checks are performed on the ability of the customer to pay. Regular reviews of credit limits and monitoring of the aged receivables ledger are utilised to minimise the risk to the Company of bad debts on an on-going basis.

Strategic Report (continued)

Key performance indicators

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

This report was approved by the board of directors and signed on its behalf by:



Derek James Eaton
Director
22 December 2022

De Novo House
Newcomen Way
Colchester
Essex,
CO4 9AE,
England

Directors' Report

The directors present the report and audited financial statements for the year ended 31 December 2021.

Future developments, dividends and financial risk management

These are disclosed in the strategic report on page 1.

Directors

The directors of the Company who were in office during the year and up to the date of signing the financial statements were:

Derek James Eaton
Charles-Antoine Roucayrol (resigned 12 July 2022)
Nicolas Yatzimirsky (appointed 1 July 2022)

Going concern

The Company's activities relate to the holding of intercompany investments and the receipt / provision of intercompany loans. The company is in a net current liabilities position, however the majority of the intercompany payable balances are due to a subsidiary company and therefore the company can control the demand for repayment of this debt. Therefore on this basis the directors have prepared the financial statements on a going concern basis.

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101 have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Directors' indemnities

As permitted by the Articles of Association, the Directors have the benefit of an indemnity which is a qualifying third party indemnity provision as defined by Section 234 of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force. The Company also purchased and maintained throughout the financial year Directors' and Officers' liability insurance in respect of itself and its Directors.

Directors' Report (continued)

Directors' confirmations

In the case of each director in office at the date the directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

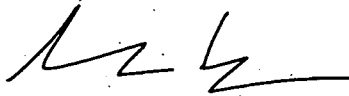
Events after the balance sheet date

As disclosed in note 11, the Company issued further share capital to its parent undertaking during 2022 and utilised the proceeds to subscribe for more shares in subsidiary undertakings at the same time.

Independent auditors

In accordance with Section 487 of the Companies Act 2006, a resolution for the appointment of PricewaterhouseCoopers LLP as auditors of the Company is to be proposed at the forthcoming Annual General Meeting.

This report was approved by the board of directors and signed on its behalf by:



Derek James Eaton
Director
22 December 2022

De Novo House
Newcomen Way
Colchester
Essex,
CO4 9AE,
England

Independent auditors' report to the members of Betts Limited

Report on the audit of the financial statements

Opinion

In our opinion, Betts Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual report and financial statements (the "Annual Report"), which comprise: the Statement of Financial Position as at 31 December 2021; the Statement of Comprehensive Income and Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Independent auditors' report to the members of Betts Limited (Continued)

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2021 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Independent auditors' report to the members of Betts Limited (Continued)

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation and the Companies Act 2006, and we considered the extent to which non-compliance might have a material effect on the financial statements. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the posting of inappropriate journals, manipulation of key judgements / significant estimates or the mis-reporting of significant / unusual transactions or events. Audit procedures performed by the engagement team included:

- discussions with management around any known instances of fraud, non-compliance with laws/regulations, claims made against the company which could have a material impact on the financial statements or significant / unusual transactions outside of the normal course of business;
- reviewed board minutes to ascertain the completeness of such matters;
- tested journals, utilising a risk-based approach, with a focus on journals with unusual account combinations or those which increased reported revenues and the corresponding debit entry was to an unexpected account. Our testing also included testing of the completeness of data subject to our risk assessment criteria;
- testing significant estimates / judgements for appropriate application of accounting standards and the company's accounting policies. This included testing the appropriateness of underlying data and/or models underpinning the estimate, understanding the accuracy of prior year estimates and considering any implications for current year estimates, and considering the appropriateness of the estimate and the disclosure of the estimate within the notes to the financial statements;
- reviewing the financial statements for disclosures required by the Companies Act 2006; and
- performing unpredictable audit procedures during the course of our audit, which are changed year on year.

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Independent auditors' report to the members of Betts Limited (Continued)

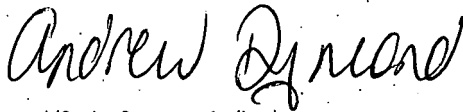
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Andrew Dymond (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
East Midlands
22 December 2022

Statement of Comprehensive Income
 for the year ended 31 December 2021

	Note	2021 £000	2020 £000
Administrative expenses		(519)	(74)
Operating (Loss)		(519)	(74)
Finance Income		-	36
Finance Costs		(4)	(45)
Loss before taxation	2	(523)	(83)
Tax on loss	4	-	-
Loss for the financial year		(523)	(83)
Other comprehensive income		-	-
Total comprehensive expense		(523)	(83)

There is no material difference between the loss before taxation and the loss for the financial year stated above and their historical costs equivalents.

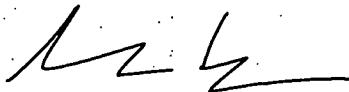
All activities are in respect of continuing operations.

The notes on pages 12 to 18 form part of these financial statements.

Statement of Financial Position
at 31 December 2021

	Note	2021 £000	2021 £000	2020 £000	2020 £000
Fixed assets					
Investments	5		47,899		32,290
			<u>47,899</u>		<u>32,290</u>
Current assets					
Trade and other receivables	6	5,414		5,434	
Cash and cash equivalents		7		7	
			5,421		5,441
Creditors: amounts falling due within one year	7		(26,557)		(26,054)
			<u>(21,136)</u>		<u>(20,613)</u>
Net current liabilities			<u>(21,136)</u>		<u>(20,613)</u>
Net assets			<u>26,763</u>		<u>11,677</u>
Equity					
Called up share capital	8		15,609		-
Retained earnings			11,154		11,677
			<u>26,763</u>		<u>11,677</u>
Total shareholders' funds			<u>26,763</u>		<u>11,677</u>

The financial statements on pages 9 to 18 were approved by the board of directors on 22 December 2022 and signed on its behalf by:



Derek James Eaton
Director
Company Number 03586975

Statement of changes in equity

For the Year Ended 31 December 2021

	Called up share capital	Retained earnings	Total shareholders' funds
	£000	£000	£000
Balance as at 1 January 2020	-	11,760	11,760
Loss for the financial year	-	(83)	(83)
Total comprehensive expense for the year	-	(83)	(83)
Balance as at 31 December 2020	-	11,677	11,677
Balance as at 1 January 2021	-	11,677	11,677
Loss for the financial year	-	(523)	(523)
Total comprehensive expense for the year	-	(523)	(523)
Shares Issued	15,609	-	15,609
Balance at 31 December 2021	15,609	11,154	27,763

Notes (forming part of the financial statements)

1 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the financial statements.

Basis of preparation

The financial statements of Betts Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared on a going concern basis, under the historical cost convention, as modified by any impact of the revaluation of derivative financial assets and financial liabilities measured at fair value through profit or loss, and in accordance with the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The only judgement relates to the recoverability of the intercompany balance (Investments and any associated trade receivables). This is monitored based upon the financial position and expected future results of the counter party. Provisions for impairment are made where the expected future cash flows are not in excess of the assets carrying value and therefore these could change as the financial performance / position of the counter party changes with time.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial Instruments: Disclosures'.
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - 10(d), (statement of cash flows);
 - 16 (statement of compliance with all IFRS),
 - 38A (requirement for minimum of two primary statements, including cash flow statements),
 - 38B-D (additional comparative information),
 - 111 (cash flow statement information), and
 - 134-136 (capital management disclosures).
- IAS 7, 'Statement of cash flows'.
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective).
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation).
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

Going concern

The Company's activity relates to the holding of intercompany investments and the receipt / provision of intercompany loans.

The company is in a net current liabilities position, however the majority of the intercompany payable balances are due to a subsidiary company and therefore the company can control the demand for repayment of this debt. Therefore, on this basis the directors have prepared the financial statements on a going concern basis.

Notes (continued)

1 Accounting policies (continued)

Consolidation

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as the Company is included in the consolidated financial statements of a larger group headed by Albéa Group S.A.S., a parent undertaking established under the law of a member state of the European Union. These financial statements therefore present information about the Company as an individual undertaking and not about its group.

Foreign currency translation

a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the company operates ("functional currency"). The financial statements are presented in Pounds sterling (£) which is also the Company's functional currency.

b) Transactions and balances

Transactions in foreign currencies are recorded in the functional currency using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the contracted rate or the rate of exchange ruling at the Balance Sheet date and the gains or losses on translation are included in the Profit and Loss account.

Interest income

Interest income on loans to fellow group subsidiaries is calculated at the applicable rate of interest and is recognised in the profit and loss account as it accrues over the period of the loan.

Dividend income

Dividend income is recognised when the right to receive payment is established.

Dividend distributions

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

Notes (continued)

1 Accounting policies (continued)

Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised in other comprehensive income or directly in shareholders' funds. In this case, the tax is also recognised in other comprehensive income or directly in shareholders' funds, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Investments

The Company's investments in subsidiaries are carried out at cost less any provision considered by the directors to be necessary to reflect permanent diminution in value.

2 Loss before taxation

	2021 £000	2020 £000
Loss before taxation is stated after (charging)/crediting:		
Bank Fees	(1)	(1)
Management Fees	(504)	(84)
Exchange (loss)/gain	(15)	11
	(520)	(74)

During the year the Company did not pay any dividends (2020: £nil).

Loss before taxation includes £15,000 of exchange loss (2020: £11,000 gain).

Notes (continued)

2 Loss before taxation (continued)

During the year the Company reviewed the collectability of the amounts receivable from group companies and determined that in respect of amounts due from Betts USA Holdings Inc. no further provision was required (2020: nil).

Audit fees of £5,000 (2020: £3,000) were borne by another group company.

Other than the directors, the Company has no employees (2020: nil). The directors did not receive any emoluments in respect of their services to the Company (2020: £nil).

3 Directors' emoluments

The remuneration of the Directors, which are paid by the parent company and recharged to the company as part of a management charge. This management charge, which in 2021 amounted to £504,000, also includes a recharge of administration costs borne by the parent company on behalf of the company and it is not possible to identify separately the amount of the directors' remuneration.

4 Tax on loss

Analysis of charge in year

	2021 £000	2020 £000
Foreign tax		
Total current tax charge	<u> </u>	<u> </u>
Tax on loss	<u> </u>	<u> </u>

The tax charge for the year is 19% (2020: 19%). The differences are explained below.

	2021 £000	2020 £000
Total tax reconciliation		
Loss before taxation	(523)	(83)
Tax (credit)/charge at 19% (2020: 19%)	<u>(99)</u>	<u>(16)</u>
Effects of:		
Tax adjustments, reliefs and transfers	(1,414)	(471)
Transfer pricing adjustments	(64)	(122)
Deferred tax not recognised	1,414	471
Group relief surrendered	163	138
Total charge	<u> </u>	<u> </u>

A deferred tax asset in respect of accumulated losses and other deductions of £5,890,000 (2020: £4,477,000) has not been recognised in the financial statements as the directors do not believe that it is recoverable in the foreseeable future.

Notes (continued)

5 Investments

Shares in group undertakings

	2021 £000	2020 £000
Cost		
At 1 st January	32,290	32,290
Additions	15,609	-
	<hr/>	<hr/>
At 31 st December	47,899	32,290
	<hr/> <hr/>	<hr/> <hr/>
Provision		
At the beginning and end of the year	-	-
	<hr/> <hr/>	<hr/> <hr/>
Net book value		
At 1 st January	32,290	32,290
Additions	15,609	-
	<hr/>	<hr/>
At 31 st December	47,899	32,290
	<hr/> <hr/>	<hr/> <hr/>

On 24th November 2021 Betts India Private Limited, an indirect subsidiary of the Company acquired 60% of the share capital Abdos Lamitubes Private Limited, a tube manufacturer operating in India, Nigeria and United Arab Emirates. At the acquisition date, the minority shareholders of Abdos Lamitubes swapped their shares in Abdos Lamitubes for shares of Betts India Private Limited and now hold an economic right to 19.5% of that company. Given cross put and call options exercisable from 2025 a put liability for the remaining 40% of the share capital Abdos Lamitubes Private Limited and the 19.5% economic right of Betts India Private Limited was recognised at the acquisition date for an amount of USD16.5m which corresponded to the present value of its exercise price at that date. In order to partially finance the initial purchase consideration, on 28th October 2021 the Company's shareholder loaned the Company £15,609,005 and subsequently, on 29th December 2021, subscribed for 15,609,005 shares for a consideration of £15,609,005. The Company used the proceeds to subscribe for an equivalent number of shares at the same cost in its subsidiary Betts International Limited.

Notes (continued)

5 Investments (continued)

The directors believe that the remaining carrying value of the investments is supported by their underlying net assets. The principal companies in which the Company's interest at the year-end are as follows:

Direct subsidiary undertakings	Registered address	Country	Principal activity	Shareholding
Boddington IP Limited	1	UK	Investment holding company	100%
Betts International Limited	1	UK	Investment holding company	100%
Albea UK Limited	1	UK	Packaging manufacturer	100%
Indirect subsidiary undertakings				
Betts India Private Limited	2	India	Packaging manufacturer	80.5%
PT Betts Indonesia	3	Indonesia	Packaging manufacturer	100%
Albea Servicios De México SA de CV	4	México	Packaging manufacturer	99%
Albea Packaging De México SA de CV	4	Mexico	Packaging manufacturer	99%
Betts USA Holdings Inc	5	USA	In liquidation	100%
Betts USA, Inc	6	USA	In liquidation	100%
Abdos Lamitubes Private Limited.	7	India	Packaging Manufacturer	60%
Abdos Lamitubes Nigeria Limited	8	Nigeria	Packaging Manufacturer	60%
Abdos Lamitubes Holding FZCO Limited	9	UAE	Investment Holding Company	40%
Abdos Lamitubes Manufacturing LLC	10	UAE	Packaging Manufacturer	40%

Registered addresses

1	De Novo House, Newcomen Way, Colchester, Essex, CO4 9AE, UK
2	L-78, Verna Electronic City, 403722 Goa, Verna, Salcete, India
3	1219 Napa Ridge Court, Union, KY 41091, USA
4	Jurica No 107, Parque Industrial Queretaro, CP76220 Queretaro, Queretaro, Mexico
5	Ngoro Industri Persada Block L No1, 61385 NGORO, MOJOKERTO, East Java, Indonesia
6	CT Corporation, 707 Virginia Street East, Charleston, WV 25301, USA
7	Brahmaputra Industrial Park, Plot No 41 (B& C), Gauripur (North), Amingaon, Guwahati, Kamrup, 781031, India
8	1, Billings Way, Oregun Ikeja, Lagos, Nigeria
9	Unit Number SWA 614, Dubai Airport Freezone, UAE
10	Industrial Area, Plot No. 2, Shed 5 &6, PO Box NO. 000146, Umm Al Quwain, UAE

6 Trade and Other receivables

	2021 £000	2020 £000
Amounts falling due within one year		
Amounts owed by group undertakings	5,414	5,434
	<u>5,414</u>	<u>5,434</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand. In June 2021, the company repaid the internal loan of €2,859,802 with Albea UK Ltd which bears interest at 6m Euribor +3.478%. The loan was unsecured.

Notes (continued)

7 Creditors: amounts falling due within one year

	2021 £000	2020 £000
Amounts owed to group undertakings	26,557	26,054
	26,557	26,054
	26,557	26,054

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

8 Called up share capital

	2021 £	2020 £
Allotted, called up and fully paid		
15,609,006 Ordinary shares of £1 each (2020: 1)	15,609	1
	15,609	1
	15,609	1

On 29th December 2021 the Company issued 15,609,005 ordinary shares at par. The proceeds were used in full to increase the Company's investment in its subsidiary company, Betts International Limited.

9 Related party transactions

In accordance with IAS 24, the Company, being a wholly owned subsidiary of Albéa Group S.A.S., is not required to disclose transactions with other companies within the Albéa group which eliminate fully on consolidation.

10 Company registration and ultimate parent company

The Company is a private company, limited by shares and is registered in England & Wales.

At the year end, the Company's immediate parent company was Twist Beauty Packaging UK Limited, a company registered in England & Wales.

Albéa Group S.A.S., incorporated in Luxembourg is the parent undertaking of the largest and smallest group into which the results of the company are consolidated. The consolidated financial statements of the group are available to the public and may be obtained from Albéa Group S.A.S., 43-45, Allée Scheffer, L-2520 Luxembourg, Grand Duchy of Luxembourg.

The ultimate parent undertaking and controlling party of the Company is a private equity investment fund advised by an affiliate of PAI Partners.

11 Events after the balance sheet date

On 29 June 2022 the company issued 2,400,000 ordinary shares of £1 nominal value at par. On 25 October 2022 a further 4,139,292 ordinary shares of £1 nominal value were also issued at par. The proceeds of which were utilised to subscribe for more shares in the directly held subsidiary undertakings.